FARMER, PRICE, HORNSBY & WEATHERFORD, L.L.P.

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MAILING ADDRESS P.O. DRAWER 2228 OTHAN, ALABAMA 36302

> PHONE (334) 793-2424 FAX (334) 793-6624 www.fphw.org

J. HUBERT FARMER (1896-1976) JAMES H. FARMER, JR. (1930-1999)

*ALSO ADMITTED IN FLORIDA
*ALSO ADMITTED IN GEORGIA

MEMORANDUM

TO:

Charles H. Chapman, III (by hand delivery)

FROM:

J. Vincent Edge ()

DATE:

RE:

March 12, 2001

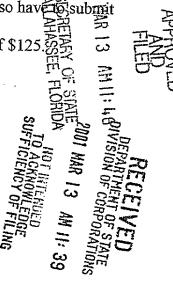
Danville Properties, LLC

700003850617--9

****155.00 ****155.00

Kent Deeb will need to submit the articles (not the regulations) to the Florida Department of State, which is located at 409 East Gaines Street. He will also have be submit

a check made payable to the Florida Department of State in the amount of \$125





ARTICLES OF ORGANIZATION

OF

DANVILLE PROPERTIES, LLC

Pursuant to the provisions of Chapter 608, Florida Statutes (the "Act"), the undersigned hereby adopts the following Limited Liability Company Articles of Organization.

ARTICLE I

Name

The name of the Limited Liability Company is **DANVILLE PROPERTIES**, **LLC** (the "Company").

ARTICLE II

Address

The mailing address and street address of the principal office of the Company is Post Office Drawer 220, 103 Eastland Road, Dothan, Alabama 36302.

ARTICLE III

Duration

The duration of the company shall be perpetual, unless it is dissolved its affairs wound up pursuant to the Regulations of the Company.

ARTICLE IV

Management

The Company is to be managed by one or more managers, and name and mailing address of the initial manager, who shall serve until his successor is elected and begins serving, is Charles H. Chapman, III, P. O. Drawer 220, Dothan, Alabama 36302.

ARTICLE V

Admission of Additional Members

Upon the unanimous written consent of the members, the Company may permit the admission of additional members and the terms and conditions of their admission shall be as set forth in the regulations of the Company.

ARTICLE VI

Members Rights to Continue Business

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business may be continued only on the unanimous written consent of the remaining members.

In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

MEMBER:

F & C/Partners

By: /////////

Charles H. Chapman/ Its: General Partner

J/McDavid Flowers

/Its: General Partner

PREPARED BY:

Edward M. Price, Jr., Esquire FARMER, PRICE, HORNSBY & WEATHERFORD, L.L.P.

Post Office Drawer 2228 Dothan, AL 36302

334/793-2424

FLORIDA BAR NUMBER: 207551

F:\LLCS\FLORIDA\DANVILLE PROPERTIES-ARTICLES

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Kenrc. Dech : Tunster
Name
4697 N. Monroe ST
Florida street address (P.O. Box NOT acceptable)
Tallabossee FL 32303
City, State, and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..

Signature of a member or an authorized representative of a member.

(An additional article must be added if an effective date is requested)

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)